

EXHIBIT A

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ALABAMA
SOUTHERN DIVISION**

IN RE BLUE CROSS BLUE SHIELD	:	
ANTITRUST LITIGATION	:	Master File 2:13-cv-20000-RDP
MDL 2406	:	
	:	
	:	
	:	This document relates to:
	:	Subscriber Track cases

DECLARATION OF MEGAN E. JONES

I, MEGAN E. JONES, pursuant to 28 U.S.C. § 1746, declare under penalty of perjury that the following is true and correct based on my knowledge, information, and belief.

1. I am an attorney licensed to practice law and a partner at the law firm Hausfeld LLP, where I serve as the Co-Chair of the Antitrust practice group. I have substantial experience in overseeing the settlement administration of large antitrust class action settlements.
2. This Court appointed me to serve on the Plaintiffs' Steering Committee in its April 26, 2013, Case Management Order, ECF No. 61 at 2.
3. Since the Court entered its Final Order and Judgment approving the Settlement Agreement on August 9, 2022 ("Final Approval"), ECF No. 2931, I have worked closely with the Court-appointed Settlement Administrator, JND Legal Administration ("JND") to oversee the administration of the Settlement.
4. Through my involvement on the Plaintiffs' Steering Committee, I have extensive knowledge of JND's settlement administration work and the ongoing administrative expenses incurred as a result of delays due to Objectors' appeals.
5. In that role, I am a member of the team for Plaintiffs that reviews and approves JND's monthly invoices (in addition to Defendants' counsel). I am in frequent contact with JND

and its management team, including Chief Executive Officer Jennifer Keough, Executive Managing Director Neil Zola, and Chief Financial Officer Flora Bian, and frequently discuss the nature, purpose, and cost of JND's settlement administration work.

6. The Settlement's Notice and Administration Fund has been billed fees and expenses totaling \$83,481,188.49 to date. These billed amounts include JND's fees and expenses, \$76,509,593.22, and annual cybersecurity premiums to protect Class data and information, totaling \$787,524.10 in 2021, \$2,713,673.76 in 2022, \$1,741,163.63 in 2023, and \$1,720,217.78 in 2024. As a result, the remaining billable balance of the fund is \$17,853,887.51.¹

7. Because Objectors' appeals have delayed the Effective Date of the Settlement Agreement, JND's work on adjudicating Class members' claims and distributing the Settlement proceeds pursuant to the Plan of Distribution has also been delayed. Thus, a large portion of the Notice and Administration work remains outstanding and can only begin when all appeals of the Final Approval are resolved. ECF No. 2610-2 at 24, ¶ 8(a)(viii).

8. Based on my knowledge and experience, expenses incurred to date, and consultation with other members of the Plaintiffs' Steering Committee and the JND management team, I believe that the \$100 million Notice and Administration Fund will be fully depleted before the Settlement is fully adjudicated, administered, and distributed to the Class.

9. While the Objectors' appeals are pending, JND continues to incur considerable expenses related to administering the Settlement and billable to the Notice and Administration Fund. For instance, JND must oversee extensive databases containing personal and contact information for the Class and insurance claim data relating to Class claims. Additionally, JND spends significant resources to staff and operate a call center and a website to respond to questions

¹ These figures also include payments to the Special Master and interest accrued to date.

from Class members and to maintain Class-wide and individual communications. Those email and phone contacts generally total several thousand per month. Other monthly charges include data hosting and storage fees and information security and privacy-related expenses. JND has estimated that these expenses approximate \$350,000 per month, and I agree with JND's assessment. JND's monthly invoices since August 2022 have averaged more than \$400,000.

10. The Parties also negotiate and pay annual premium for cybersecurity insurance for its Settlement-related data each year. The annual premiums for the past three years have averaged about \$2.1 million, corresponding to a monthly average charge of roughly \$175,000.

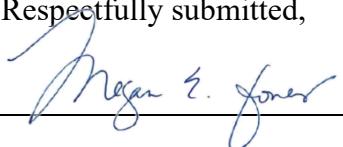
11. Separate from JND's work, Subscribers must maintain their litigation databases during the pendency of the appeals. These databases house millions of discovery documents, work product that could not be recreated, claim data, and other litigation files. The monthly expenses associated with the storage and maintenance of these documents approximates \$30,000 per month.

12. In sum, the total monthly expenses associated with administering the Settlement before the Effective Date approximate \$555,000, including \$350,000 for JND's settlement administration work, \$30,000 for monthly litigation data storage expenses, and \$175,000 for cybersecurity insurance.

I declare under penalty of perjury that the foregoing is true and correct.

On this 5th day of March, 2024

Respectfully submitted,



Megan E. Jones – **Settlement Committee & PSC Member**
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